

NETLOGIC MICROSYSTEMS INC

Form 4

June 06, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dimitrelis Dimitrios

2. Issuer Name and Ticker or Trading Symbol
NETLOGIC MICROSYSTEMS INC
[NETL]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
1875 CHARLESTON RD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President of Engineering

MOUNTAIN VIEW, CA 94043

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Stock Option (right to buy)	06/04/2008		M		157	A	\$ 13	157	D
Stock Option (right to buy)	06/04/2008		M		208	A	\$ 6.04	365	D
Stock Option (right to buy)	06/04/2008		M		122	A	\$ 12.65	487	D

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Stock Option (right to buy)	06/04/2008	M	122	A	\$ 12.49	609	D
Stock Option (right to buy)	06/04/2008	M	112	A	\$ 18.1	721	D
Stock Option (right to buy)	06/04/2008	M	156	A	\$ 12	877	D
Stock Option (right to buy)	06/04/2008	M	123	A	\$ 19.83	1,000	D
Common Stock	06/04/2008	S ⁽¹⁾	1,000	D	\$ 39	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 13	06/04/2008		M	157	06/01/2004	05/31/2014	Common Stock	313
Stock Option	\$ 6.04	06/04/2008		M	208	10/27/2005	10/26/2015	Common Stock	1,250

(right to buy)

Stock Option (right to buy)	\$ 12.65	06/04/2008	M	122	04/20/2006	04/19/2015	Common Stock	1,469
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Stock Option (right to buy)	\$ 12.49	06/04/2008	M	122	04/26/2006	04/25/2015	Common Stock	1,469
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Stock Option (right to buy)	\$ 18.1	06/04/2008	M	112	10/10/2006	10/09/2015	Common Stock	896
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Stock Option (right to buy)	\$ 12	06/04/2008	M	156	07/09/2005	07/08/2014	Common Stock	469
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Stock Option (right to buy)	\$ 19.83	06/04/2008	M	123	10/31/2007	10/30/2016	Common Stock	6,014
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dimitrelis Dimitrios 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043			Vice President of Engineering	

Signatures

/s/ Dimitrios
Dimitrelis

06/06/2008

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 31, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.